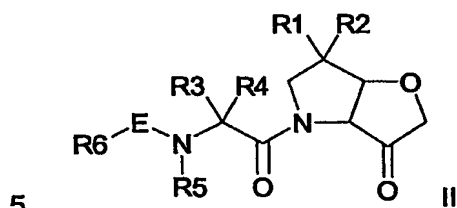


## Claims

**A compound of the formula II**



wherein

**one of  $R^1$  and  $R^2$  is halo and the other is H or halo;**

**R<sup>3</sup> is C<sub>1</sub>-C<sub>5</sub> straight or branched chain, optionally fluorinated, alkyl;**

**$R^4$  is H; or**

10  $R^3$  together with  $R^4$  defines

a spiro-C<sub>5</sub>-C<sub>7</sub> cycloalkyl, optionally substituted with 1 to 3 substituents selected from halo, hydroxyl, C<sub>1</sub>-C<sub>4</sub> alkyl or C<sub>1</sub>-C<sub>4</sub> haloalkyl; or optionally bridged with a methylene group; or

a C<sub>4</sub>-C<sub>6</sub> saturated heterocycle having a hetero atom selected from

15                      O, NRa, S, S(=O)<sub>2</sub> ;

**R<sup>5</sup> is independently selected from H or methyl;**

$$\text{E is } -\text{C}(=\text{O})-, -\text{S}(=\text{O})_m-, -\text{NR}^5\text{S}(=\text{O})_m-, -\text{NR}^5\text{C}(=\text{O})-, -\text{OC}(=\text{O})-,$$

**R<sup>6</sup> is a stable, optionally substituted, monocyclic or bicyclic, carbocycle or heterocycle wherein the or each ring has 4, 5 or 6 ring atoms and 0 to 3 hetero atoms selected from**

20 S, O and N and wherein the optional substituents comprise 1 to 3 members selected from R<sub>7</sub>;

R<sub>7</sub> is independently selected from halo, oxo, nitrile, nitro, C<sub>1</sub>-C<sub>4</sub> alkyl, -XNR<sub>a</sub>R<sub>b</sub>, -XNR<sub>b</sub>R<sup>9</sup>, -NR<sub>b</sub>C<sub>1</sub>-C<sub>4</sub>alkylR<sup>9</sup>, NH<sub>2</sub>CO-, X-R<sup>9</sup>, X-O-R<sup>9</sup>, O-X-R<sup>9</sup>, X-C(=O)R<sup>9</sup>, X-C(=O)NR<sub>a</sub>R<sup>9</sup>, X-NR<sub>b</sub>C(=O)R<sup>9</sup>, X-NHSO<sub>m</sub>R<sup>9</sup>, X-S(=O)<sub>m</sub>R<sup>9</sup>, X-C(=O)OR<sup>9</sup>, X-NR<sub>b</sub>C(=O)OR<sup>9</sup>;

25 NRbC(=O)OR<sup>9</sup>;  
R<sub>9</sub> is independently H, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, pyrrolidinyl, piperidinyl, morpholinyl, thiomorpholinyl, piperazinyl, indolinyl, pyranyl, thiopyranyl, furanyl, thienyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, phenyl, any of which is optionally substituted with R<sup>10</sup>;

$R_{10}$  is independently selected from hydroxy,  $XR^9$ ,  $-XNRaRb$ ,  $-XNRbR^9$ ,  $-NRbC_1-C_4alkylR^9$ , nitro, cyano, carboxy, oxo,  $C_1-C_4$  alkyl,  $C_1-C_4$ -alkoxy,  $C_1-C_4$  alkanoyl, carbamoyl;

X is independently a bond or  $C_1-C_4$  alkyl;

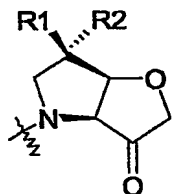
5  $Ra$  is independently H,  $C_1-C_4$  alkyl or  $CH_3C(=O)$ ;

$Rb$  is independently H, or  $C_1-C_4$  alkyl

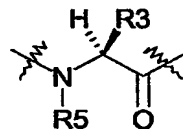
m is independently 0, 1 or 2;

or a pharmaceutically acceptable salt or prodrug thereof.

- 10 2. A compound according to claim 1, wherein the stereochemistry is as depicted in the partial structure below:



- 15 3. A compound according to claim 1, wherein the stereochemistry is as depicted in the partial structure below:



4. A compound according to claim 1, wherein  $R^2$  is halo and  $R^1$  is H.
5. A compound according to claim 4, wherein  $R^2$  is fluoro.
- 20 6. A compound according to claim 1, wherein  $R^1$  and  $R^2$  are fluoro.
7. A compound according to claim 1, wherein  $R^3$  is  $C_1-C_4$  branched chain alkyl.
- 25 8. A compound according to claim 7, wherein  $R^3$  is iso-butyl.

9. A compound according to claim 1, wherein R<sup>3</sup> and R<sup>4</sup> together define spirocycloalkyl.
10. A compound according to claim 9, wherein R<sup>3</sup> and R<sup>4</sup> together define spirocyclohexyl.
11. A compound according to claim 1, wherein R<sup>5</sup> is H.
12. A compound according to claim 1, wherein E is -C(=O)-.
13. A compound according to claim 1, wherein R<sup>6</sup> is substituted phenyl.
14. A compound according to claim 13, wherein the substituent comprises -NRaRb, -CH<sub>2</sub>NRaRb, -NRbR<sup>9</sup>, -NRbC<sub>1</sub>-C<sub>4</sub>alkylR<sup>9</sup>, C<sub>1</sub>-C<sub>4</sub> straight or branched alkyl or -O-R<sup>9</sup>.
15. A compound according to claim 14, wherein the substituent comprises -NH-CH<sub>2</sub>phenyl, -NHCH<sub>2</sub>pyridyl or -NH-phenyl, wherein each phenyl or pyridyl ring is substituted with C<sub>1</sub>-C<sub>4</sub>-alkyl, -NRaRb, -NRbR<sup>9</sup> or -NRbC<sub>1</sub>-C<sub>4</sub>alkylR<sup>9</sup>.
16. A compound according to claim 13, wherein the substituent comprises C<sub>3</sub>-C<sub>6</sub> cycloalkyl, pyrrolidinyl, piperidinyl, morpholinyl, thiomorpholinyl, piperazinyl, indolinyl, pyranlyl, thiopyranlyl, furanyl, thienyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, phenyl, any of which is optionally substituted with R<sup>10</sup>.
17. A compound according to claim 16, wherein the substituent is selected from indolinyl, pyranlyl, thiopyranlyl, pyrrolyl, oxazolyl, isoxazolyl, thiazolyl, imidazolyl, pyridinyl, pyrimidinyl, pyrazinyl, indolyl, any of which is optionally substituted with R<sup>10</sup>.
18. A compound according to claim 17, wherein the substituent is thiazolyl, 5-methylthiazolyl or thienyl, optionally substituted with R<sup>10</sup>.
19. A compound according to claim 18, wherein the substituent is thiazol-4-yl, 5-methylthiazol-4-yl or thien-2-yl, optionally substituted with R<sup>10</sup>.

20. A compound according to claim 18, wherein the thiazolyl, 5-methylthiazolyl or thienyl is substituted with morpholinyl, morpholinylmethyl-, piperidinyl, piperidinylmethyl-, piperazinyl, piperazinylmethyl, any of which is substituted with C<sub>1</sub>-C<sub>3</sub> alkyl, fluoro, difluoro or C<sub>1</sub>-C<sub>3</sub> alkyl-O-C<sub>1</sub>-C<sub>3</sub>alkyl-.
21. A compound according to claim 20, wherein the substituent to the thiazolyl, 5-methylthiazolyl or thienyl is piperid-4-yl which is substituted with methyl, piperazinyl which is N-substituted with C<sub>1</sub>-C<sub>3</sub> alkyl or methoxyethyl-, -or piperid-1-ylmethyl- which is unsubstituted or 4-substituted with fluoro or di-fluoro.
22. A compound according to claim 13, wherein the substituent comprises a morpholine, piperidine or piperazine ring, optionally substituted with R<sup>10</sup>.
23. A compound according to claim 22 comprising piperid-4-yl or N-piperazinyl, N-substituted with Ra or piperidin-1-yl which is 4-substituted with -NRaRb.
24. A compound according to claim 1, wherein R<sup>6</sup> is optionally substituted: benzothiazol or benzofuryl or benzoxazolyl.
25. A compound according to claim 24, wherein the substituent is -OR<sup>9</sup>, -OXR<sup>9</sup>, -NRbR<sup>9</sup> or -NRbXR<sup>9</sup>.
26. A compound according to claim 25, wherein R<sup>9</sup> is piperid-4-yl, piperazin-1-yl or piperidin-1-yl or morpholino, any of which is substituted with C<sub>1</sub>-C<sub>3</sub> alkyl.
27. A compound according to claim 26, wherein the optional substituent to R<sup>6</sup> is N-morpholinylethyloxy, N-methylpiperid-4-yloxy, or N-methylmorpholin-3-ylmethyloxy.
28. A pharmaceutical composition comprising a compound as defined in any of claims 1 to 27 and a pharmaceutically acceptable carrier or diluent therefor.

**29** Use of a compound as defined in any of claims 1-27 in the manufacture of a medicament for the treatment of disorders mediated by cathepsin K.

**30** Use according to claim 29, wherein the disorder is selected from:

- 5**       osteoporosis,  
         gingival diseases such as gingivitis and periodontitis,  
         Paget's disease,  
         hypercalcaemia of malignancy  
         metabolic bone disease
- 10**       diseases characterised by excessive cartilage or matrix degradation, such as  
         osteoarthritis and rheumatoid arthritis.  
         bone cancers including neoplasia,  
         pain.